

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

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In re: PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.* (Jointly Administered)

Debtors.<sup>1</sup>

-----X

In re: PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 4780-LTS

PUERTO RICO ELECTRIC POWER AUTHORITY,

Debtor.

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**CONSOLIDATED FEE STATEMENT OF O'NEILL & BORGES LLC FOR  
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF  
EXPENSES AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF  
DEBTOR, PUERTO RICO ELECTRIC POWER AUTHORITY ("PREPA") FOR  
THE PERIOD OF JULY 2, 2017 THROUGH SEPTEMBER 30, 2017**

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four (4) Digits of Federal Tax ID: 3747).

Name of applicant	O'Neill & Borges LLC ("O&B")
Authorized to provide professional services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b)
Time period covered by this application:	July 2, 2017 through September 30, 2017
Amount of compensation sought as actual, reasonable and necessary (100%):	\$33,719.85
Amount of expense reimbursement sought as actual, reasonable and necessary (100%):	\$1,311.30
Total compensation (90%) and expenses (100%) requested to be paid:	\$31,659.17

This is a:  X  monthly (consolidated) \_\_\_ interim \_\_\_ final application

On October 20, 2017 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012

Attn: Professor Arthur J. González  
FOMB Board Member  
and

Proskauer Rose LLP,  
Eleven Times Square  
New York, NY 10036

Attn: Martin J. Bienenstock, Esq.  
Ehud Barak, Esq.,  
and

Proskauer Rose LLP  
70 West Madison Street  
Chicago, IL 60602

Attn: Paul V. Possinger, Esq.

**Counsel for AAFAF:**

O'Melveny & Myers LLP  
Times Square Tower  
7 Times Square  
New York, NY 10036

Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Pérez, Esq.  
and

Greenberg Taurig LLP  
200 Park Avenue  
New York, NY 10166

Attn: Nancy A. Mitchell, Esq.  
Nathan A. Haynes, Esq.

**Office of United States Trustee:**

Office of the United States Trustee  
for the District of Puerto Rico  
Edificio Ochoa  
500 Tanca Street  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

**Fee Examiner:**

Godfrey & Kahn, S.C.  
One East Main Street  
Suite 500  
Post Office Box 2719  
Madison, WI 53701-2719  
Attn: Brady C. Williamson

**Co-Counsel for the Official Committee of Unsecured Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166

Attn: Luc. A. Despina, Esq.  
Andrew V. Tenzer, Esq.  
Michael E. Comerford, Esq.  
G. Alexander Bongartz, Esq.  
and  
Casillas, Santiago & Torres, LLC (Proposed)  
El Caribe Office Building  
53 Palmeras Street, Suite 1601  
San Juan, PR 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Diana M. Batlle-Barasorda, Esq.  
Alberto J.E. Añeses Negrón, Esq.  
Ericka C. Montull-Novoa, Esq.

**Counsel for U.S. Bank National Association:**

Maslon LLP  
90 South Seventh Street  
Suite 3300  
Minneapolis, MN 55402  
Attn: Clark T. Whitmore, Esq.,  
William Z. Pentelovitch, Esq.,  
John T. Duffey, Esq.,  
Jason M. Reed, Esq.,  
and  
Rivera, Tulla and Ferrer, LLC  
50 Quisqueya Street  
San Juan, PR 00917  
Attn: Eric A. Tulla, Esq.  
Iris J. Cabrera-Gómez, Esq.

**Consolidated Fee Statement**

<b>Period</b>	<b>Fees requested to be paid (100%)</b>	<b>Fees requested to be paid (90%)</b>	<b>Expenses requested to be paid (100%)</b>	<b>Total Fees and Expenses requested to be paid</b>
July 2, 2017 through July 31, 2017	12,814.65	11,533.19	1,008.50	\$ 12,541.69
August 1, 2017 through August 31, 2017	14,765.85	13,289.27	259.53	\$ 13,548.80
September 1, 2017 through September 30, 2017	6,139.35	5,525.42	43.27	\$ 5,568.69
<b>TOTALS</b>	33,719.85	30,347.87	1,311.30	\$ 31,659.17

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$30,347.87, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$1,311.30) in the total amount of \$31,659.17.

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

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In re: PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.* (Jointly Administered)

Debtors.<sup>1</sup>

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In re: PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 4780-LTS

PUERTO RICO ELECTRIC POWER AUTHORITY,

Debtor.

-----X

**COVER SHEET TO FIRST MONTHLY FEE APPLICATION OF O'NEILL &  
BORGES LLC FOR COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO THE FINANCIAL  
OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, AS  
REPRESENTATIVE OF DEBTOR, PUERTO RICO ELECTRIC POWER  
AUTHORITY ("PREPA") FOR THE PERIOD OF JULY 2, 2017 THROUGH  
JULY 31, 2017**

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four (4) Digits of Federal Tax ID: 3747).

Name of applicant	O'Neill & Borges LLC ("O&B")
Authorized to provide professional services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b)
Time period covered by this application:	July 2, 2017 through July 31, 2017
Amount of compensation sought as actual, reasonable and necessary:	\$12,814.65
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$1,008.50
Total amount for this invoice:	\$13,823.15

This is a: X monthly \_\_\_ interim \_\_\_ final application

This is O&B's first monthly fee application in these cases.



On October 20, 2017 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012

Attn: Professor Arthur J. González  
FOMB Board Member

and

Proskauer Rose LLP,  
Eleven Times Square  
New York, NY 10036

Attn: Martin J. Bienenstock, Esq.  
Ehud Barak, Esq.,

and

Proskauer Rose LLP  
70 West Madison Street  
Chicago, IL 60602

Attn: Paul V. Possinger, Esq.

**Counsel for AAFAF:**

O'Melveny & Myers LLP  
Times Square Tower  
7 Times Square  
New York, NY 10036

Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Pérez, Esq.

and

Greenberg Taurig LLP  
200 Park Avenue  
New York, NY 10166

Attn: Nancy A. Mitchell, Esq.  
Nathan A. Haynes, Esq.

**Office of United States Trustee:**

Office of the United States Trustee  
for the District of Puerto Rico  
Edificio Ochoa  
500 Tanca Street  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

**Fee Examiner:**

Godfrey & Kahn, S.C.  
One East Main Street  
Suite 500  
Post Office Box 2719  
Madison, WI 53701-2719  
Attn: Brady C. Williamson

**Co-Counsel for the Official Committee of Unsecured Creditors:**

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Attn: Luc. A. Despina, Esq.  
Andrew V. Tenzer, Esq.  
Michael E. Comerford, Esq.  
G. Alexander Bongartz, Esq.

and

Casillas, Santiago & Torres, LLC (Proposed)  
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53 Palmeras Street, Suite 1601  
San Juan, PR 00901-2419

Attn: Juan J. Casillas Ayala, Esq.  
Diana M. Battle-Barasorda, Esq.  
Alberto J.E. Afíeses Negrón, Esq.  
Ericka C. Montull-Novoa, Esq.

**Counsel for U.S. Bank National Association:**

Maslon LLP  
90 South Seventh Street  
Suite 3300  
Minneapolis, MN 55402

Attn: Clark T. Whitmore, Esq.,  
William Z. Pentelovitch, Esq.,  
John T. Duffey, Esq.,  
Jason M. Reed, Esq.,  
and

Rivera, Tulla and Ferrer, LLC  
50 Quisqueya Street  
San Juan, PR 00917

Attn: Eric A. Tulla, Esq.  
Iris J. Cabrera-Gómez, Esq.

**Summary of Legal Fees for the Period July 2, 2017 through July 31, 2017**

Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Carla Garcia Benitez	Member	Litigation	\$ 325.00	1.00	\$ 325.00
Hermann D. Bauer	Member	Litigation	\$ 280.00	20.60	\$ 5,768.00
Ubaldo M. Fernandez Barrera	Jr. Member	Litigation	\$ 195.00	20.10	\$ 3,919.50
Arturo Hernandez	Associate	Litigation	\$ 160.00	6.20	\$ 992.00
Maria E. Santos Roca	Associate	Litigation	\$ 155.00	13.00	\$ 2,015.00
Emiliano Trigo Fritz	Associate	Corporate	\$ 180.00	3.50	\$ 630.00
Milagros Marciano Baez	Paralegal	Litigation	\$ 125.00	1.80	\$ 225.00
Claritza De Leon Marrero	Paralegal	Litigation	\$ 130.00	2.80	\$ 364.00

**Totals** **69.00** **\$ 14,238.50**

**Less: 10% Courtesy discount** **\$ (1,423.85)**

<b>SUMMARY OF LEGAL FEES</b>	<b>\$ 12,814.65</b>
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**Summary of Disbursements for the Period July 2, 2017 through July 31, 2017**

Description - Expenses	Amounts
Clerk US District Court, Admission Pro Hac Vice for Jonathan E. Rickman-HDB	\$ 300.00
Clerk US District Court, Admission Pro Hac Vice for Ann M. Ashton-HDB	\$ 300.00
Clerk US District Court, Admission Pro Hac Vice for Ralph C. Ferrara-HDB	\$ 300.00
Duplicating	\$ 16.50
Duplicating-Color	\$ 92.00

**Totals** **\$ 1,008.50**

<b>SUMMARY OF DISBURSEMENTS</b>	<b>\$ 1,008.50</b>
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**Summary of Legal Fees for the Period July 2, 2017 through July 31, 2017**

<b>Task Code</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
201	Tasks relating to the Board, its Members, its Staff, its Advisors or its Consultants	2.80	\$ 504.00
204	Communications with Claim Holders	0.30	\$ 84.00
205	Communications with Commonwealth Representative	0.30	\$ 54.00
206	Documents filed on behalf of the Board	16.80	\$ 3,119.00
207	Non-Board Court Filings	15.80	\$ 3,157.50
208	Stay Matters	5.10	\$ 1,428.00
209	Adversary Proceeding	8.90	\$ 1,740.50
210	Analysis and Strategy	2.70	\$ 741.50
212	General Administration	14.50	\$ 3,185.00
219	Docketing	1.80	\$ 225.00
			<b>\$ 14,238.50</b>
<b>Less: 10% Courtesy Discount</b>			<b>\$ (1,423.85)</b>
<b>TOTALS</b>		<b>69.00</b>	<b>\$ 12,814.65</b>

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$11,533.19, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$1,008.50) in the total amount of \$12,541.69.

**Exhibit A**

IN ACCOUNT WITH

250 AVE MUÑOZ RIVERA, SUITE 800  
SAN JUAN, PR 00918-1813  
TEL. (787) 764-8181  
FAX (787) 753-8944

O'NEILL & BORGES LLC

July 31, 2017  
Bill #: 310005  
Billing Attorney: AAI

FOMB IN RE PREPA TITLE III

### BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending  
July 31, 2017:

**Client.Matter: P1705 - 1**

**RE: THE FINANCIAL OVERSIGHT AND MANAGMENT BOARD OF PUERTO RICO, AS  
REPRESENTATIVE  
OF THE PUERTO RICO ELECTRIC POWER AUTHORITY (PREPA) PROMESA TITLE III  
NO. 17 BK  
4780-LTS**

Total Professional Services	\$ 3,061.50
Less Discount	<u>\$ -306.15</u>
Net Professional Services	\$ 2,755.35
Total Reimbursable Expenses	<u>\$ .00</u>
<b>TOTAL THIS INVOICE</b>	<b>\$ 2,755.35</b>

IN ACCOUNT WITH

250 AVE MUÑOZ RIVERA, SUITE 800  
SAN JUAN, PR 00918-1813  
TEL. (787) 764-8181  
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1705 . 1

RE: THE FINANCIAL OVERSIGHT AND MANAGMENT BOARD OF PUERTO RICO, AS  
REPRESENTATIVE

OF THE PUERTO RICO ELECTRIC POWER AUTHORITY (PREPA) PROMESA TITLE III  
NO. 17 BK  
4780-LTS

PROFESSIONAL SERVICES

Date	Atty	T*	Task	Description	Hours	Rate	Amount
7/06/17	UMF	1	10	Attend conference call with B. Karpuk and E. Barak regarding services of Epiq and coordination of service of documents in case.	.70	195.00	136.50
7/06/17	UMF	1	06	Review applications for admission pro hac vice prepared by M. Santos.	.60	195.00	117.00
7/11/17	UMF	1	07	Review master service list and filing of the same.	.90	195.00	175.50
7/13/17	UMF	1	07	Review and finalize for filing notice of withdrawal of Epiq Motion.	.80	195.00	156.00
7/13/17	UMF	1	07	Draft email to Judge Swain on filing of motion to withdraw Epiq Application.	.40	195.00	78.00
7/17/17	UMF	1	07	Review master service list and motion to submitting same list for filing in case.	.80	195.00	156.00
7/17/17	UMF	1	07	Review and finalize motion for stipulated extension of time to object to Freepoint application.	.80	195.00	156.00
7/19/17	UMF	1	07	Review inquiry on filing notice of hearing and CMO application in the PREPA case.	.70	195.00	136.50
7/20/17	UMF	1	07	Review and finalize PREPA's Notice of Commencement, Motion for Entry of Order on Creditor Matrix, Application of PREPA for Entry of Order Authorizing Employment and Payment of Epiq Bankruptcy Solutions and the Notice of Hearing on First Day Motions.	3.40	195.00	663.00



O'Neill & Borges LLC

Bill #: 310005

July 31, 2017

7/21/17	UMF	1	07	Review and finalize for filing Interim Compensation Motion.	.70	195.00	136.50
7/27/17	UMF	1	09	Draft and review analysis of Enabling Act and Trust Agreement regarding powers of Court appointed trustee.(1.80) Draft email to E. Barak and M. Zerjal regarding same matter.(.90)	2.70	195.00	526.50
7/27/17	UMF	1	09	Prepare for and attend tel. conf. on presentation to mediation group.	1.20	195.00	234.00
7/31/17	UMF	1	07	Review and finalize for filing opposition to the lift of stay motion.	2.00	195.00	390.00

\*Note: transactions above with a T code other than 1 are taxable services

TOTAL PROFESSIONAL SERVICES	\$ 3,061.50
Less Discount	<u>\$ -306.15</u>
NET PROFESSIONAL SERVICES:	\$ 2,755.35

#### SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
UBALDO M. FERNANDEZ BARRERA	15.70	195.00	3,061.50
<b>Total</b>	<b>15.70</b>		<b>\$ 3,061.50</b>

**TOTAL THIS INVOICE** **\$ 2,755.35**

O'NEILL &amp; BORGES LLC

FOMB IN RE PREPA TITLE III

August 4, 2017

Bill #: 307151

Billing Attorney: AAI

**BILLING SUMMARY**

For Professional Services Rendered and Reimbursable Expenses for the period ending  
July 31, 2017:

**Client.Matter: P1705 - 1**

**RE: THE FINANCIAL OVERSIGHT AND MANAGMENT BOARD OF PUERTO RICO, AS  
REPRESENTATIVE**

**OF THE PUERTO RICO ELECTRIC POWER AUTHORITY (PREPA) PROMESA TITLE III  
NO. 17 BK**

**4780-LTS**

Total Professional Services	\$ 11,065.00
Less Discount	<u>\$ -1,106.50</u>
Net Professional Services	\$ 9,958.50
Total Reimbursable Expenses	<u>\$ 1,008.50</u>
<b>TOTAL THIS INVOICE</b>	<b>\$ 10,967.00</b>

O'NEILL &amp; BORGES LLC

Client.Matter: P1705 . 1

RE: THE FINANCIAL OVERSIGHT AND MANAGMENT BOARD OF PUERTO RICO, AS  
REPRESENTATIVEOF THE PUERTO RICO ELECTRIC POWER AUTHORITY (PREPA) PROMESA TITLE III  
NO. 17 BK  
4780-LTS

## PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
7/02/17	HDB	212	Review press release for PREPA Title III filing.	.30	280.00	84.00
7/02/17	HDB	212	Tel. conf with clerk of the Court regarding Title III PREPA filing.	.40	280.00	112.00
7/02/17	HDB	212	Edit Civil and Category coversheets for PREPA filing.	.30	280.00	84.00
7/02/17	HDB	212	Multiple calls with Clerk of Court regarding filing procedures and protocols (1.3). Multiple e-mails with Proskauer regarding filing of Title III Petitions (.80). Review, edit and finalize draft PREPA Petition (.80) and revise draft motion to assume Fuel Line Agreement (.70). Revise Statement of Filing and issues regarding Pro Hac Vice Motions (.80).	4.40	280.00	1,232.00
7/02/17	UMF	207	Draft Title III petition (2.4) and analyze filing requirements (.30).	2.70	195.00	526.50
7/02/17	MSR	212	Review both USDC and USBC cm/ecf system to determine where and how to file PREPA's Title III petition.	.40	155.00	62.00
7/02/17	MSR	212	Prepare Category Sheet and Cover Sheet to be filed along with PREPA's Title III petition as required by Local Rules.	1.00	155.00	155.00
7/02/17	MSR	212	Revise date for the signature page of PREPA's Assumption Motion that will be filed after Title III petition by altering pdf.	.40	155.00	62.00

Bill #: 307151

August 4, 2017

7/02/17	MSR	212	Draft and prepare for filing PHVs application for Paul V Possinger, Martin Bienenstock, Ehud Barak and Maja Zerjal to filed along with PREPA's Title III petition.	2.50	155.00	387.50
7/02/17	MSR	206	Draft Notice of Filing for Assumption Motion, specifying deadlines contained in Case Management Order.	.30	155.00	46.50
7/02/17	MSR	206	File PHVs applications in PREPA's Title III case for Paul V Possinger, Martin Bienenstock, Ehud Barak and Maja Zerjal.	.40	155.00	62.00
7/04/17	HDB	206	Review Epiq Retention Motion.	.30	280.00	84.00
7/04/17	HDB	210	Participate in call with Greenberg and Proskauer regarding PREPA litigation issues.	.40	280.00	112.00
7/05/17	UMF	207	Review motion for appointment of Epiq for filing through CM/ECF.	1.70	195.00	331.50
7/05/17	MSR	212	Attend call with Proskauer and Greenberg to discuss PREPA Title III proceeding.	.70	155.00	108.50
7/05/17	MSR	212	Review Case Management Order, and notified motions filed in PREPA's title III case.	.80	155.00	124.00
7/06/17	HDB	212	Review issues with US Trustee regarding joint administration (.10). Draft various e-mails to Proskauer and US Trustee regarding same (.30).	.40	280.00	112.00
7/06/17	HDB	212	Review issues regarding service protocol and issues regarding administration of PREPA Title III (.20). Review e-mail and participate in conference call with Epiq (.40).	.60	280.00	168.00
7/06/17	HDB	212	Confer with Proskauer and meet with process server in the National Adversary Proceeding.	.50	280.00	140.00
7/06/17	HDB	209	Review Order on issues relative to Order setting deadline to oppose assumption of contact.	.20	280.00	56.00
7/06/17	MSR	212	Review case management order for PREPA filings in preparation for call with Epiq Systems today.	.10	155.00	15.50
7/06/17	MSR	206	Prepare Pro Hac Vice applications in the PREPA Title III case for: Ralph C. Ferrara, Jonathan Richman and Ann M. Ashton.	1.70	155.00	263.50
7/06/17	MSR	206	File pro hac vice applications in PREPA Title III case for: Ralph C. Ferrara, Jonathan Richman and Ann M. Ashton.	.90	155.00	139.50

Bill #: 307151

August 4, 2017

7/07/17	MSR	212	Review case management order procedures to assure compliance with order in all PREPA filings.	1.10	155.00	170.50
7/07/17	MMB	219	Docket court notice received by mail dated July 6, 2017. Regarding PREPA's assumption of fuel supply contract - H. Bauer, U. Fernandez, D. Pérez.	.30	125.00	37.50
7/07/17	MMB	219	Docket court notice received by mail dated July 7, 2017, regarding supplemental affidavit - H. Bauer, U. Fernandez, D. Pérez	.30	125.00	37.50
7/11/17	HDB	212	Review issues regarding master service list.	.30	280.00	84.00
7/11/17	HDB	210	Review e-mail and respond regarding suggestions in the National litigation.	.30	280.00	84.00
7/13/17	HDB	209	Review issues regarding National's refusal to transfer litigation to Judge Swain and issues regarding arguments to stay litigation.	.30	280.00	84.00
7/13/17	HDB	206	Review Motion to Withdraw Epiq Motion.	.30	280.00	84.00
7/14/17	HDB	206	Revise and review issues regarding service and filing of Master Service List.	.30	280.00	84.00
7/14/17	MSR	206	File Master Service List of creditors as of July 10, 2017 prepared by Epiq.	.40	155.00	62.00
7/17/17	HDB	209	Review Amended Complaint by National and Assured (.80). Draft e-mail regarding Terradata case as foundation for dismissal of complaint (.50).	1.30	280.00	364.00
7/17/17	HDB	206	Review Motion to Extend Committee's deadline to respond to Fuel Assumption Motion.	.30	280.00	84.00
7/17/17	MSR	206	File master service list as of July 17, 2017.	.20	155.00	31.00
7/17/17	MSR	206	File urgent motion to extend the Committee's deadline to object to the Freepoint motion.	1.00	155.00	155.00
7/18/17	HDB	208	Review Motion to Lift Stay by Ad Hoc Group of Bondholders.	.50	280.00	140.00
7/18/17	MSR	206	Print two courtesy copies of motion filed 7/17/2017 and arrange for delivery to USDC of two courtesy copies as per the Case management Order.	.30	155.00	46.50
7/19/17	MMB	219	Docket court notice received by mail dated July 17, 2017, regarding opposition to motion for relief from stay, reply thereto, omnibus hearing - H. Bauer, U. Fernandez, D. Pérez.	.30	125.00	37.50

Bill #: 307151

August 4, 2017

7/20/17	HDB	204	Receive and review Bondholder's adequate protection letter to PREPA and FOMB.	.30	280.00	84.00
7/20/17	HDB	207	Receive, review and draft e-mail regarding Reservation of Rights on Account of PREPA's Urgent Motion to Extend Statutory Creditors' Committee Objection Deadline Regarding PREPA's Motion to Assume Fuel Supply Contract with Freepoint Commodities, LLC.	.30	280.00	84.00
7/20/17	HDB	206	Revise for filing (i) Notice of Commencement Motion; (ii) Creditor Matrix Motion; (ii) Epiq Retention Application; and (iv) Notice of Hearing.	.80	280.00	224.00
7/20/17	HDB	208	Revise draft Notice of Stay of Proceedings for the National et al. litigation (.30). Draft e-mails regarding same (.10).	.40	280.00	112.00
7/20/17	HDB	208	Receive and review Motion for Relief From Stay Under filed on behalf of Marcia Gil-Caraballo (.20). Draft e-mail regarding same (.10).	.30	280.00	84.00
7/20/17	AHG	206	Review (i) Notice of Commencement Motion; (ii) Creditor Matrix Motion; (ii) Epiq Retention Application; and (iv) Notice of Hearing documents and file said documents at the United States Bankruptcy Court for the District of Puerto Rico (3.3). Notify parties pursuant to Case Management Order (.60).	3.90	160.00	624.00
7/21/17	CGB	210	Review factual background on National's tortious-interference claim on PREPA matters (.40); Brief overview and legal research regarding pertinent choice of law principles (.50); Draft short response to query from J.E. Richman (.10).	1.00	325.00	325.00
7/21/17	HDB	212	Correspond regarding committee issues.	.30	280.00	84.00
7/21/17	HDB	206	Review Notice of Stay.	.40	280.00	112.00
7/21/17	HDB	206	Review issues regarding interim compensation motion, notice of hearing and filing (.30). Draft e-mails regarding same (.10).	.40	280.00	112.00
7/21/17	AHG	206	Review and file PREPA's Urgent Motion to Further Extend Statutory Creditors' Committee's Objection Deadline Regarding PREPA's Motion to Assume Fuel Supply Contract with Freepoint Commodities, LLC (.60), and complete filing protocol by drafting and sending email to designated judge's chambers, and notifying clerk (.20).	.80	160.00	128.00



Bill #: 307151

August 4, 2017

7/21/17	AHG	206	Review and file Motion of PREPA Pursuant to PROMESA Section 317 and Bankruptcy Code Section 105(a) for Entry of Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (.80), and complete filing protocol by drafting and sending email to designated judge's chambers, and notifying clerk (.20).	1.00	160.00	160.00
7/21/17	AHG	206	Review and file Notice of Hearing, and complete filing protocol by drafting (.40) and sending email to designated judge's chambers, and notifying clerk (.10).	.50	160.00	80.00
7/21/17	MMB	219	Review email from U. Fernandez regarding docket entry. Docket entries for H. Bauer, U. Fernandez, D. Pérez, regarding Tyler Duvall deposition.	.30	125.00	37.50
7/21/17	CDM	209	As requested by attorney U. M. Fernandez, assist in the preparation of adversary complaint. Prepare cover sheets and summons.	2.80	130.00	364.00
7/24/17	HDB	206	Review issues concerning extension of time and queries regarding National litigation (.20). Review multiple e-mails regarding consent to extension (.30). Revise draft motion (.30).	.80	280.00	224.00
7/24/17	MSR	206	Prepare notice of filing Master Service List as of 7/24/2017, and proceeded to file in PREPA title III.	.40	155.00	62.00
7/24/17	ETF	205	Prepare email regarding PREPA UCC filings.	.30	180.00	54.00
7/26/17	HDB	208	Receive and review Joinder of US Bank National Association in its Capacity as PREPA Bond Trustee to the Motion for Relief from the Automatic Stay to Appoint Receiver and Reservation of Rights.	.30	280.00	84.00
7/26/17	ETF	201	Participate in call with Greenberg Trauring, Ankura, McK, Proskauer regarding PREPA reforms.	1.50	180.00	270.00
7/26/17	MMB	219	Docket court notice received by mail dated July 24, 2017, regarding order on motion for relief from stay 362 by Nat'l Public Finance Guarantee Corp., translation - H. Bauer, U. Fernandez, D. Pérez.	.30	125.00	37.50
7/27/17	HDB	208	Tel. conf. counsel for Instituto de Competividad, Fernando Agrait (.20); draft e-mail regarding same, regarding Motion for Lift of Stay (.10).	.30	280.00	84.00
7/27/17	HDB	207	Receive and review Notice of Removal regarding PREPA v. Vitol Litigation.	.30	280.00	84.00

O'Neill & Borges LLC

Bill #: 307151

August 4, 2017

7/27/17	HDB	210	Edit draft receivership note.	.30	280.00	84.00
7/27/17	ETF	206	Reviewing opposition to lift stay motion and CILT provisions.	.40	180.00	72.00
7/27/17	MMB	219	Docket court notice received by mail dated July 26, 2017, regarding order on applicability of FRBP 2019 to Title III cases - H. Bauer. U. Fernandez, D. Pérez.	.30	125.00	37.50
7/28/17	HDB	208	Receive and review Motion for Relief From Stay filed on behalf of RESUN (Barceloneta) LLC.	.30	280.00	84.00
7/28/17	HDB	207	Receive and review Assured's Objection to and Reservation of Rights Motion for Continuation of Utility Service and Approval of Adequate Assurance of Payment to Utility Company Under Section 366(b) and 105(b).	.30	280.00	84.00
7/28/17	MSR	206	File Defendants' Unopposed Motion to Extend all Defendants' Time to Answer or Otherwise Respond to Amended Complaint in Civ. Case No. 17-1882(FAB).	.40	155.00	62.00
7/28/17	ETF	201	Review PREPA's enabling act provisions regarding CILT.	1.30	180.00	234.00
7/31/17	HDB	208	Review queries and issues regarding Opposition to Motion to Lift Stay.	.30	280.00	84.00
7/31/17	HDB	208	Receive and review Scotiabank, as Fuel Line Lender Administrative Agents, relative to Motion for Relief from Stay.	.30	280.00	84.00
7/31/17	HDB	208	Revise draft opposition to Lift stay Motion and supporting declarations.	1.80	280.00	504.00
7/31/17	HDB	208	Review Objection to stay relief filed by Instituto de Competitividad.	.30	280.00	84.00
7/31/17	HDB	208	Receive and review AAFAF's joinder to Opposition to Motion for Relief from Stay.	.30	280.00	84.00

TOTAL PROFESSIONAL SERVICES	\$ 11,065.00
Less Discount	<u>\$ -1,106.50</u>
NET PROFESSIONAL SERVICES:	\$ 9,958.50



O'Neill & Borges LLC

Bill #: 307151

August 4, 2017

**SUMMARY OF PROFESSIONAL SERVICES**

<b>Name</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
CARLA GARCIA BENITEZ	1.00	325.00	325.00
HERMANN BAUER	20.20	280.00	5,656.00
UBALDO M. FERNANDEZ BARRERA	4.40	195.00	858.00
ARTURO HERNANDEZ	6.20	160.00	992.00
MARIA E. SANTOS ROCA	13.00	155.00	2,015.00
EMILIANO TRIGO FRITZ	3.50	180.00	630.00
MILAGROS MARCANO BAEZ	1.80	125.00	225.00
CLARITZA DE LEON MARRERO	2.80	130.00	364.00
<b>Total</b>	<b>52.90</b>		<b>\$ 11,065.00</b>

**EXPENSES**

<b>Date</b>	<b>Description</b>	<b>Amount</b>
7/06/17	CLERK US DISTRICT COURT, ADMISSION PRO HAC VICE FOR JONATHAN E. RICKMAN-HDB	300.00
7/06/17	CLERK US DISTRICT COURT, ADMISSION PRO HAC VICE FOR ANN M. ASHTON-HDB	300.00
7/06/17	CLERK US DISTRICT COURT, ADMISSION PRO HAC VICE FOR RALPH C. FERRARA-HDB	300.00
7/20/17	DUPLICATING - AS OF 7/20/17 (66 Copies @ \$.25)	16.50
7/20/17	DUPLICATING-COLOR- AS OF 7/20/17 (230 Copies @ \$.40)	92.00

TOTAL REIMBURSABLE EXPENSES \$ 1,008.50

**TOTAL THIS INVOICE \$ 10,967.00**

250 AVE MUNOZ RIVERA, SUITE 800  
SAN JUAN, PR 00918-1813  
TEL. (787) 764-8181  
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

October 13, 2017  
Bill #: 311099  
Billing Attorney: HDB

### BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending  
July 31, 2017:

Client.Matter: P1705 - 1

RE: THE FINANCIAL OVERSIGHT AND MANAGMENT BOARD OF PUERTO RICO, AS  
REPRESENTATIVE

OF THE PUERTO RICO ELECTRIC POWER AUTHORITY (PREPA) PROMESA TITLE III  
NO. 17 BK  
4780-LTS

Total Professional Services	\$ 112.00
Less Discount	<u>\$ -11.20</u>
Net Professional Services	\$ 100.80
Total Reimbursable Expenses	<u>\$ .00</u>
<b>TOTAL THIS INVOICE</b>	<b>\$ 100.80</b>

IN ACCOUNT WITH

250 LAKE MUNOZ PAVEMENT SUITE 800  
SAN JUAN, PR 00918-1813  
TEL. (787) 764-8181  
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1705 . 1

RE: THE FINANCIAL OVERSIGHT AND MANAGMENT BOARD OF PUERTO RICO, AS  
REPRESENTATIVE

OF THE PUERTO RICO ELECTRIC POWER AUTHORITY (PREPA) PROMESA TITLE III  
NO. 17 BK  
4780-LTS

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
7/07/17	HDB	209	Tel. conf. with Ann Ashton regarding National/PREPA Litigation.	.40	280.00	112.00

TOTAL PROFESSIONAL SERVICES \$ 112.00

Less Discount \$ -11.20

NET PROFESSIONAL SERVICES: \$ 100.80

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
HERMANN BAUER	.40	280.00	112.00
Total	.40		\$ 112.00

TOTAL THIS INVOICE \$ 100.80

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

-----X

In re: PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.* (Jointly Administered)

Debtors.<sup>1</sup>

-----X

In re: PROMESA  
Title III

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 4780-LTS

PUERTO RICO ELECTRIC POWER AUTHORITY,

Debtor.

-----X

**COVER SHEET TO SECOND MONTHLY FEE APPLICATION OF O'NEILL &  
BORGES LLC FOR COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO THE FINANCIAL  
OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, AS  
REPRESENTATIVE OF DEBTOR, PUERTO RICO ELECTRIC POWER  
AUTHORITY ("PREPA") FOR THE PERIOD OF AUGUST 1, 2017 THROUGH  
AUGUST 31, 2017**

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four (4) Digits of Federal Tax ID: 3747).

Name of applicant	O'Neill & Borges LLC ("O&B")
Authorized to provide professional services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b)
Time period covered by this application:	August 1, 2017 through August 31, 2017
Amount of compensation sought as actual, reasonable and necessary:	\$14,765.85
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$259.53
Total amount for this invoice:	\$15,025.38

This is a: X monthly \_\_\_ interim \_\_\_ final application

This is O&B's second monthly fee application in these cases.

On October 20, 2017 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012  
Attn: Professor Arthur J. González  
FOMB Board Member  
and

Proskauer Rose LLP,  
Eleven Times Square  
New York, NY 10036  
Attn: Martin J. Bienenstock, Esq.  
Ehud Barak, Esq.,  
and

Proskauer Rose LLP  
70 West Madison Street  
Chicago, IL 60602  
Attn: Paul V. Possinger, Esq.

**Counsel for AAFAF:**

O'Melveny & Myers LLP  
Times Square Tower  
7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Pérez, Esq.,  
and

Greenberg Taurig LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Nancy A. Mitchell, Esq.  
Nathan A. Haynes, Esq.

**Office of United States Trustee:**

Office of the United States Trustee  
for the District of Puerto Rico  
Edificio Ochoa  
500 Tanca Street  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

**Fee Examiner:**

Godfrey & Kahn, S.C.  
One East Main Street  
Suite 500  
Post Office Box 2719  
Madison, WI 53701-2719  
Attn: Brady C. Williamson

**Co-Counsel for the Official Committee of Unsecured Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despina, Esq.  
Andrew V. Tenzer, Esq.  
Michael E. Comerford, Esq.

G. Alexander Bongartz, Esq.  
and  
Casillas, Santiago & Torres, LLC (Proposed)  
El Caribe Office Building  
53 Palmeras Street, Suite 1601  
San Juan, PR 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Diana M. Batlle-Barasorda, Esq.  
Alberto J.E. Añeses Negrón, Esq.  
Ericka C. Montull-Novoa, Esq.

**Counsel for U.S. Bank National Association:**

Maslon LLP  
90 South Seventh Street  
Suite 3300  
Minneapolis, MN 55402  
Attn: Clark T. Whitmore, Esq.,  
William Z. Pentelovitch, Esq.,  
John T. Duffey, Esq.,  
Jason M. Reed, Esq.,  
and  
Rivera, Tulla and Ferrer, LLC  
50 Quisqueya Street  
San Juan, PR 00917  
Attn: Eric A. Tulla, Esq.  
Iris J. Cabrera-Gómez, Esq.

**Summary of Legal Fees for the Period August 1, 2017 through August 31, 2017**

Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Hermann D. Bauer	Member	Litigation	\$ 280.00	14.30	\$ 4,004.00
Carlos E. George	Member	Labor	\$ 245.00	4.10	\$ 1,004.50
Ubaldo M. Fernandez Barrera	Jr. Member	Litigation	\$ 195.00	15.10	\$ 2,944.50
Daniel J. Perez Refojos	Associate	Litigation	\$ 165.00	2.30	\$ 379.50
Gabriel L. Olivera Dubon	Associate	Litigation	\$ 175.00	5.70	\$ 997.50
Maria E. Santos Roca	Associate	Litigation	\$ 155.00	1.00	\$ 155.00
Christopher T. Rivera	Associate	Corporate	\$ 155.00	2.40	\$ 372.00
Olga M. Alicea	Paralegal	Litigation	\$ 135.00	46.10	\$ 6,223.50
Milagros Marciano Baez	Paralegal	Litigation	\$ 125.00	2.40	\$ 300.00
Claritza De Leon Marrero	Paralegal	Litigation	\$ 130.00	0.20	\$ 26.00

**Totals** **93.60** **\$ 16,406.50**

**Less: 10% Courtesy discount** **\$ (1,640.65)**

<b>SUMMARY OF LEGAL FEES</b>	<b>\$ 14,765.85</b>
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**Summary of Disbursements for the Period August 1, 2017 through August 31, 2017**

Description - Expenses	Amounts
Duplicating	\$ 186.25
Duplicating-Color	\$ 0.80
Secretarial Overtime	\$ 72.48

**Totals** **\$ 259.53**

<b>SUMMARY OF DISBURSEMENTS</b>	<b>\$ 259.53</b>
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**Summary of Legal Fees for the Period August 1, 2017 through August 31, 2017**

<b>Task Code</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
201	Tasks relating to the Board, its Members, its Staff, its Advisors or its Consultants	0.10	\$ 28.00
202	Legal Research	4.10	\$ 680.00
204	Communications with Claim Holders	0.50	\$ 97.50
205	Communications with Commonwealth Representative	0.80	\$ 224.00
206	Documents filed on behalf of the Board	5.90	\$ 1,112.50
207	Non-Board Court Filings	12.00	\$ 2,357.00
208	Stay Matters	5.50	\$ 1,427.00
209	Adversary Proceeding	10.50	\$ 2,491.50
210	Analysis and Strategy	6.50	\$ 1,457.00
212	General Administration	0.70	\$ 196.00
219	Docketing	0.90	\$ 112.50
220	Translations	46.10	\$ 6,223.50
			<b>\$ 16,406.50</b>

**Less: 10% Courtesy Discount** **\$ (1,640.65)**

<b>TOTALS</b>	<b>93.60</b>	<b>\$ 14,765.85</b>
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O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$13,289.27, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$259.53) in the total amount of \$13,548.80.

**Exhibit A**

250 AVE MUNOZ RIVERA, SUITE 800  
SAN JUAN, PR 00918-1813  
TEL. (787) 764-8181  
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

October 16, 2017  
Bill #: 311100  
Billing Attorney: HDB

### BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending  
August 31, 2017:

Client.Matter: P1705 - 1

RE: THE FINANCIAL OVERSIGHT AND MANAGMENT BOARD OF PUERTO RICO, AS  
REPRESENTATIVE  
OF THE PUERTO RICO ELECTRIC POWER AUTHORITY (PREPA) PROMESA TITLE III  
NO. 17 BK  
4780-LTS

Total Professional Services	\$ 16,406.50
Less Discount	<u>\$ -1,640.65</u>
Net Professional Services	\$ 14,765.85
Total Reimbursable Expenses	<u>\$ 259.53</u>
<b>TOTAL THIS INVOICE</b>	<b>\$ 15,025.38</b>

250 AVE MUNOZ RIVERA, SUITE 800  
SAN JUAN, PR 00918-1813  
TEL (787) 764-8181  
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1705 . 1

RE: THE FINANCIAL OVERSIGHT AND MANAGMENT BOARD OF PUERTO RICO, AS  
REPRESENTATIVE

OF THE PUERTO RICO ELECTRIC POWER AUTHORITY (PREPA) PROMESA TITLE III  
NO. 17 BK  
4780-LTS

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
8/01/17	HDB	206	Review issues regarding Master Service List.	.30	280.00	84.00
8/01/17	MSR	206	Draft Notice and file Master Service List as of 8/1/2017. Also compiled list of emails of parties in master service list to notify future filings,	.60	155.00	93.00
8/02/17	HDB	208	Receive and review Notice of Intent to Seek Relief from Automatic Stay filed by PV Properties, Inc.	.30	280.00	84.00
8/03/17	HDB	208	Receive and review opposition to Motion to Lift Stay by Gil Caraballo.	.30	280.00	84.00
8/03/17	MMB	208	Review email from I. Pérez regarding documents to be obtained for the Energy Commission. Review the Energy Commission's website to obtain pleadings, other documents, in case CEPRQR20170001, as requested by I. Pérez. Email to I. Pérez with documents obtained from Energy Commission's website.	.40	125.00	50.00
8/04/17	HDB	208	Receive and review Order, granting in part, Motion for Relief From Stay filed by Luis Montes-Valentin.	.20	280.00	56.00
8/04/17	UMF	207	Reply to the objections/reservations of rights to the Interim Fee Procedures in PREPA case.	1.00	195.00	195.00
8/04/17	GOD	210	Review and edit the Reply of PREPA to (A) U.S. Bank's Reservation of Rights to PREPA's Motion to Establish Procedures for Interim Compensation and (B) National's Joinder Thereto.	.70	175.00	122.50

Bill #: 311100

October 16, 2017

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8/04/17	GOD	206	File the Reply of PREPA to (A) U.S. Bank's Reservation of Rights to PREPA's Motion to Establish Procedures for Interim Compensation and (B) National's Joinder Thereto, ensure that it complies with the case management order, and send out the relevant notifications.	.40	175.00	70.00
8/04/17	MMB	210	Review email from I. Pérez regarding status of documents requested to Energy Commission. Telephone conference with clerk from Energy Commission regarding status of documents; reply to I. Pérez regarding status. Review emails from Energy Commission with documents. Review documents to confirm accuracy, as requested by I. Pérez.	.40	125.00	50.00
8/06/17	HDB	208	Review Reply Brief to Opposition to Motion to Lift Stay.	.60	280.00	168.00
8/07/17	HDB	209	Receive and review Adversary Proceeding 17-228 filed by the UTIER against, among others, the FOMB and its members.(.70) Draft e-mails regarding same.(.10)	.80	280.00	224.00
8/07/17	HDB	209	Receive and review Adversary Proceeding 17-229, filed by the UTIER against the Commonwealth, PREPA, N. Jaresko and certain government officials.(.80) Draft e-mail regarding the same.(.10)	.90	280.00	252.00
8/07/17	HDB	208	Receive and review Court Order staying National Complaint.(.10) Review supplemental order.(.20)	.30	280.00	84.00
8/07/17	UMF	207	Reviewing and finalizing notice of filing and amended and revised version of order on notice of commencement.	1.20	195.00	234.00
8/07/17	DJP	206	Review and finalize Notice of Filing of Revised Proposed Order Regarding PREPA's Motion for Entry of an Order (A) Approving Form of Notice of Commencement of Title III Case and (B) Manner of Service and Publication Thereof, file same through the court's electronic filing system and complete filing protocol by notifying Prime Clerk LLC and drafting and sending email to presiding judge attaching the filing and the proposed order in Microsoft Word format.	.80	165.00	132.00
8/07/17	GOD	206	File the Informative Motion of Financial Oversight and Management Board Regarding August 9-10, 2017 Hearing, and follow the case management order protocol by noticing all of the relevant parties.	.40	175.00	70.00

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Bill #: 311100

October 16, 2017

8/08/17	MSR	206	File Master Service List as of August 8th, 2017 in PREPA's Title III.	.20	155.00	31.00
8/09/17	HDB	212	Confer with Proskauer regarding service of process in PREPA litigation.	.30	280.00	84.00
8/10/17	HDB	209	Further review UTIER v. PREPA CAB impairment complaint in anticipation of call with Proskauer.(.50) Review legal issues with C. George.(.20) Participate in conference call with Proskauer.(.4) Locate official translations of certain acts for Proskauer's review. (.10)	1.20	280.00	336.00
8/11/17	HDB	208	Receive and review the Commonwealth's Opposition to Resun Motion to Dismiss.	.30	280.00	84.00
8/11/17	UMF	209	Draft and review notice of appearance for UTIER and Assured Adv. Proc.	.60	195.00	117.00
8/11/17	UMF	207	Review and analysis of Phoenix Application.	1.80	195.00	351.00
8/11/17	MMB	219	Docket court notice received by mail dated August 10, 2017, regarding transcript of hearing on 8/9/2017 - H. Bauer, U. Fernandez, D. Pérez.	.30	125.00	37.50
8/11/17	MMB	209	Review email from U. Fernandez regarding preparation of draft notices of appearance. Prepared draft notices of appearance as requested by U. Fernandez.	.70	125.00	87.50
8/12/17	HDB	210	Revise draft PREPA Plan of Adjustment Memorandum.	.50	280.00	140.00
8/12/17	UMF	207	Review and analysis of Phoenix Application as financial advisor for mediation team.	.70	195.00	136.50
8/13/17	HDB	206	File and deliver to Chambers Application of Oversight Board for Entry of Order Authorizing Employment and Payment of Phoenix Management Services, LLC as Financial Advisor For Mediation Team and Notice of Presentment thereof.	.20	280.00	56.00
8/13/17	HDB	209	Review Assured/Ad Hoc GO Complaint in the Adversary Proceeding against PREPA.	1.00	280.00	280.00
8/14/17	UMF	204	Receive and review various emails from J. Rua, counsel for PV Properties, and drafting response thereto on relief from stay.	.50	195.00	97.50
8/15/17	HDB	208	Receive and review Motion Confirming Waiver of 30 day Period to Adjudicate PREPA Lift Stay Motion.	.20	280.00	56.00
8/15/17	HDB	208	Review Order regarding additional briefing Sections 305 and 306 of PROMESA.	.20	280.00	56.00

Bill #: 311100

October 16, 2017

8/15/17	HDB	208	Tel. conf J. El Koury. Exchange multiple e-mails with Proskauer regarding acceptance of service of process and briefing schedule regarding 17-AP-288.	.30	280.00	84.00
8/16/17	HDB	209	Receive and review Notice of Constitutional Challenge filed in 17-AP-00228.	.30	280.00	84.00
8/16/17	UMF	207	Receive and review order entered by the Court on motion for relief from stay filed by National Public Finance Guarantee and briefing schedule.	.40	195.00	78.00
8/16/17	MSR	206	File updated master service list as of August 16, 2017	.20	155.00	31.00
8/16/17	MMB	219	Docket court notice received by mail dated August 15, 2017, regarding motion for relief from stay Ad Hoc Group of PREPA bondholders supplemental brief, debtor's supplemental brief - H. Bauer, U. Fernandez, D. Pérez.	.30	125.00	37.50
8/17/17	HDB	209	Receive summons in Assured v. PREPA, draft e-mails regarding same.	.30	280.00	84.00
8/17/17	HDB	208	Receive and review Motion for Relief From Stay filed on behalf of Samuel Rodriguez Claudio.	.30	280.00	84.00
8/17/17	UMF	208	Receive and respond to various emails on relief from stay notice as to PV Properties.	.60	195.00	117.00
8/17/17	UMF	207	Reviewing and finalizing for filing notice of presentment and revised order on interim compensation.	1.90	195.00	370.50
8/17/17	UMF	207	Reviewing and finalizing notice of presentment of Fourth Revised order on interim compensation and revised order attached thereto.	1.50	195.00	292.50
8/17/17	CDM	206	As requested by attorney U. M. Fernandez, assist in the preparation of PREPA's revised interim compensation order. Review and organize documents to be filed.	.20	130.00	26.00
8/18/17	HDB	209	Coordinate briefing schedule for 17-AP-229 with counsel.(.20) Draft e-mails regarding same.(.10) Coordinate receipt of summons and other issues with counsel for UTIER.(.30) Review proposed Stipulation for Briefing Schedule and communicate to counsel for UTIER.(.20)	.80	280.00	224.00
8/18/17	UMF	207	Reviewing notice of presentment of notice commencement and second revised order.	.80	195.00	156.00



Bill #: 311100

October 16, 2017

8/18/17	DJP	209	Coordinate receipt and receive service of summons for adversary proceedings 17-228 and 17-229 on behalf of the Board, its members, and Natalie Jaresko.	.30	165.00	49.50
8/18/17	DJP	206	Review and finalize Notice of Presentment of Second Revised Proposed Order Regarding PREPA's Motion for Entry of an Order (A) Approving Form of Notice of Commencement of Title III Case and (b) Manner of Service and Publication Thereof; Organize and finalize all the relevant exhibits to be attached thereto; File all documents through the court's electronic filing system; Complete filing protocol by notifying Epiq and sending courtesy copies to the judge's chambers.	.90	165.00	148.50
8/20/17	HDB	209	Review issues, coordinate with counsel and draft e-mails regarding briefing schedule for 17-AP-229.	.30	280.00	84.00
8/20/17	UMF	209	Reviewing stipulation on briefing schedule in UTIER adversary proceeding 17-229.	.70	195.00	136.50
8/21/17	HDB	212	Receive and review Order granting Application to employ Phoenix Management Services, LLC, as Financial Advisor for the Mediation Team.	.20	280.00	56.00
8/21/17	UMF	209	Continue review and drafting of scheduling stipulation on adversary proceeding filed by UTIER in AP 17-229.	.90	195.00	175.50
8/21/17	GOD	209	Review and file the Stipulation and Proposed Order in the UTIER adversary proceeding.	.40	175.00	70.00
8/21/17	GOD	209	Ensure compliance with local rules and notify the filing of the Stipulation and Proposed Order in the UTIER adversary proceeding in compliance with the case management order.	.40	175.00	70.00
8/21/17	OMA	220	As requested by attorneys H. D. Bauer and C. E. George, prepare certified translations of Law 3 of January 2017, and Law 8 of February 2017.	1.20	135.00	162.00
8/22/17	GOD	202	Research on the effect and validity of a collective bargaining agreement post-petition and pre-assumption/rejection in a Title III matter.	1.60	175.00	280.00
8/22/17	OMA	220	As requested by attorneys H. D. Bauer and C. E. George, prepare certified translations of Law 3 of January 2017, and Law 8 of February 2017.	6.50	135.00	877.50

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October 16, 2017

8/23/17	HDB	208	Review Supplemental Brief in Support of Movants' Motion for Relief from the Automatic Stay filed on behalf of Ad Hoc Group of PREPA Bondholders.	.50	280.00	140.00
8/23/17	HDB	205	Participate in PREPA working group call.	.80	280.00	224.00
8/23/17	HDB	206	Review PREPA Joint Administration Motion(.20). Draft e-mail.(.10) Coordinate for filing.(.10)	.40	280.00	112.00
8/23/17	HDB	208	Review Order denying RESUN Motion for Lift Stay.	.20	280.00	56.00
8/23/17	OMA	220	As requested by attorneys H. D. Bauer and C. E. George, prepare certified translations of Law 3 of January 2017, and Law 8 of February 2017.	7.00	135.00	945.00
8/24/17	OMA	220	As requested by attorneys H. D. Bauer and C. E. George, prepare certified translations of Law 3 of January 2017, and Law 8 of February 2017.	6.90	135.00	931.50
8/25/17	HDB	207	Review Amended Notice Appointing Creditors Committee of Unsecured Creditors	.20	280.00	56.00
8/25/17	OMA	220	As requested by attorneys H. D. Bauer and C. E. George, prepare certified translations of Law 3 of January 2017, and Law 4 of February 2017.	6.00	135.00	810.00
8/28/17	HDB	208	Receive and review Notice to Lift Stay by Jonathan Guzman Rodriguez (regarding PREPA Action).(20) Draft e-mail regarding same.(.10)	.30	280.00	84.00
8/28/17	DJP	209	Review and analyze case management order to determine the deadline for any party to file an opposition to the FOMB's motion to dismiss to be filed in the UTIER adversary proceeding and draft and send email to counsel at Proskauer Rose LLP containing such deadlines.	.30	165.00	49.50
8/28/17	OMA	220	As requested by attorneys H. D. Bauer and C. E. George, prepare certified translations of Law 3 of January 2017, and Law 8 of February 2017.	6.00	135.00	810.00
8/29/17	HDB	206	Review Notice and Creditor Matrix for PREPA.(20) Coordinate filing.(.10)	.30	280.00	84.00
8/29/17	HDB	208	Receive and review draft supplemental brief to the Opposition to Motion to Lift the Automatic Stay filed by the Ad Hoc Group, addressing PROMESA Sections 305 and 306.(40) Draft e-mails regarding same.(.10)	.50	280.00	140.00

Bill #: 311100

October 16, 2017

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8/29/17	HDB	209	Revise and comment draft Outline of Motion to Dismiss UTIER, Collective Bargaining Agreement Adversary Proceeding (17-AP-229).	.60	280.00	168.00
8/29/17	CEG	210	Review outline of motion to dismiss Adv. Proc. 17-229 UTIER v. PREPA.(1.90) Consider several issues under local law.(.40)	2.30	245.00	563.50
8/29/17	UMF	207	Drafting notice of filing of creditor matrix and attachments thereto for filing with the Court in PREPA Title III case.	1.20	195.00	234.00
8/29/17	UMF	207	Reviewing and finalizing supplemental brief on opposition to motion for relief from stay as to UTIER motion filed in PREPA Title III case.	1.30	195.00	253.50
8/29/17	GOD	210	Review and edit the Supplemental Brief of Financial Oversight and Management Board for Puerto Rico in Opposition to Motion of Ad Hoc Group of PREPA Bondholders, National Public Finance Guaranty Municipal Corp., Assured Guaranty Corp., Assured Guaranty Municipal Corp., and Syncora Guarantee Inc. for Relief from Automatic Stay.	.50	175.00	87.50
8/29/17	GOD	206	File the Supplemental Brief of Financial Oversight and Management Board for Puerto Rico in Opposition to Motion of Ad Hoc Group of PREPA Bondholders, National Public Finance Guaranty Municipal Corp., Assured Guaranty Corp., Assured Guaranty Municipal Corp., and Syncora Guarantee Inc. for Relief from Automatic Stay, ensure compliance the case management order, and follow the notification protocol.	.50	175.00	87.50
8/29/17	GOD	210	Review and edit the Notice of Filing of Creditor Matrix for Puerto Rico Electric Power Authority.	.30	175.00	52.50
8/29/17	GOD	206	File the Notice of Filing of Creditor Matrix for Puerto Rico Electric Power Authority, ensure compliance the case management order, and follow the notification protocol.	.50	175.00	87.50
8/29/17	OMA	220	As requested by attorneys H. D. Bauer and C. E. George, prepare certified translations of Law 3 of January 2017, and Law 8 of February 2017.	6.50	135.00	877.50
8/30/17	OMA	220	As requested by attorneys H. D. Bauer and C. E. George, prepare certified translations of Law 3 of January 2017, and Law 8 of February 2017.	6.00	135.00	810.00

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Bill #: 311100

October 16, 2017

8/31/17	HDB	212	Review Order requiring supplemental affidavit in support of motion for joint administration.	.10	280.00	28.00
8/31/17	HDB	201	Tel. conf P. Possinger regarding National Letter to PREPA.	.10	280.00	28.00
8/31/17	HDB	212	Review National Letter to PREPA in preparation for call with P. Possinger.	.10	280.00	28.00
8/31/17	HDB	202	Coordinate legal research regarding potential claims regarding GDB deposits.	.10	280.00	28.00
8/31/17	CEG	210	Tel. conference with R. Sivitz and L. Douthitt regarding several issues on UTIER v. PREPA complaint and related issues.(.50) Legal research related to defense on standing.(1.30)	1.80	245.00	441.00
8/31/17	CTR	202	Analysis of Act No. 18-2014 regarding its purpose and its amendments (1.40). Analysis of Act 19-2014 regarding its purpose and COFIM's governance structure under the said act (1.00).	2.40	155.00	372.00
8/31/17	MMB	219	Docket court notice received by mail dated August 31, 2017, regarding order requiring additional support 272 - H. Bauer, U. Fernandez, D. Pérez.	.30	125.00	37.50

TOTAL PROFESSIONAL SERVICES \$ 16,406.50

Less Discount \$ -1,640.65

NET PROFESSIONAL SERVICES: \$ 14,765.85

**SUMMARY OF PROFESSIONAL SERVICES**

Name	Hours	Rate	Total
HERMANN BAUER	14.30	280.00	4,004.00
CARLOS E. GEORGE	4.10	245.00	1,004.50
UBALDO M. FERNANDEZ BARRERA	15.10	195.00	2,944.50
DANIEL J. PEREZ REFOJOS	2.30	165.00	379.50
GABRIEL L. OLIVERA DUBON	5.70	175.00	997.50
MARIA E. SANTOS ROCA	1.00	155.00	155.00
CHRISTOPHER T. RIVERA	2.40	155.00	372.00
OLGA M. ALICEA	46.10	135.00	6,223.50
MILAGROS MARCANO BAEZ	2.40	125.00	300.00
CLARITZA DE LEON MARRERO	.20	130.00	26.00
<b>Total</b>	<b>93.60</b>		<b>\$ 16,406.50</b>

Bill #: 311100

October 16, 2017

**EXPENSES**

<b>Date</b>	<b>Description</b>	<b>Amount</b>
8/03/17	DUPLICATING - AS OF 8/03/17 (1 Copies @ \$.25)	.25
8/03/17	DUPLICATING-COLOR- AS OF 8/03/17 (2 Copies @ \$.40)	.80
8/17/17	DUPLICATING - AS OF 8/17/17 (2 Copies @ \$.25)	.50
8/17/17	DUPLICATING - AS OF 8/17/17 (210 Copies @ \$.25)	52.50
8/17/17	DUPLICATING - AS OF 8/17/17 (200 Copies @ \$.25)	50.00
8/17/17	DUPLICATING - AS OF 8/17/17 (222 Copies @ \$.25)	55.50
8/21/17	DUPLICATING - AS OF 8/21/17 (28 Copies @ \$.25)	7.00
8/21/17	DUPLICATING - AS OF 8/21/17 (2 Copies @ \$.25)	.50
8/21/17	DUPLICATING - AS OF 8/21/17 (2 Copies @ \$.25)	.50
8/21/17	DUPLICATING - AS OF 8/21/17 (64 Copies @ \$.25)	16.00
8/21/17	DUPLICATING - AS OF 8/21/17 (4 Copies @ \$.25)	1.00
8/21/17	DUPLICATING - AS OF 8/21/17 (2 Copies @ \$.25)	.50
8/21/17	DUPLICATING - AS OF 8/21/17 (2 Copies @ \$.25)	.50
8/21/17	DUPLICATING - AS OF 8/21/17 (2 Copies @ \$.25)	.50
8/21/17	DUPLICATING - AS OF 8/21/17 (2 Copies @ \$.25)	.50
8/21/17	DUPLICATING - AS OF 8/21/17 (2 Copies @ \$.25)	.50
8/31/17	SECRETARIAL OVERTIME as of 07-31-2017	72.48

TOTAL REIMBURSABLE EXPENSES

\$ 259.53

TOTAL THIS INVOICE

\$ 15,025.38

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

-----X

In re:	PROMESA
	Title III
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	
as representative of	Case No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i>	(Jointly Administered)
Debtors. <sup>1</sup>	

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In re:	PROMESA
	Title III
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	
as representative of	Case No. 17 BK 4780-LTS
PUERTO RICO ELECTRIC POWER AUTHORITY,	
Debtor.	

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**COVER SHEET TO THIRD MONTHLY FEE APPLICATION OF O'NEILL &  
BORGES LLC FOR COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO THE FINANCIAL  
OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, AS  
REPRESENTATIVE OF DEBTOR, PUERTO RICO ELECTRIC POWER  
AUTHORITY ("PREPA") FOR THE PERIOD OF SEPTEMBER 1, 2017  
THROUGH SEPTEMBER 30, 2017**

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four (4) Digits of Federal Tax ID: 3747).

Name of applicant	O'Neill & Borges LLC ("O&B")
Authorized to provide professional services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b)
Time period covered by this application:	September 1, 2017 through September 30, 2017
Amount of compensation sought as actual, reasonable and necessary:	\$6,139.35
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$43.27
Total amount for this invoice:	\$6,128.62

This is a: X monthly \_\_\_ interim \_\_\_ final application

This is O&B's third monthly fee application in these cases.

On October 20, 2017 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012  
Attn: Professor Arthur J. González  
FOMB Board Member

and

Proskauer Rose LLP,  
Eleven Times Square  
New York, NY 10036  
Attn: Martin J. Bienenstock, Esq.  
Ehud Barak, Esq.,

and

Proskauer Rose LLP  
70 West Madison Street  
Chicago, IL 60602  
Attn: Paul V. Possinger, Esq.

**Counsel for AAFAF:**

O'Melveny & Myers LLP  
Times Square Tower  
7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Pérez, Esq.

and

Greenberg Taurig LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Nancy A. Mitchell, Esq.  
Nathan A. Haynes, Esq.

**Office of United States Trustee:**

Office of the United States Trustee  
for the District of Puerto Rico  
Edificio Ochoa  
500 Tanca Street  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

**Fee Examiner:**

Godfrey & Kahn, S.C.  
One East Main Street  
Suite 500  
Post Office Box 2719  
Madison, WI 53701-2719  
Attn: Brady C. Williamson

**Co-Counsel for the Official Committee of Unsecured Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despins, Esq.  
Andrew V. Tenzer, Esq.  
Michael E. Comerford, Esq.



G. Alexander Bongartz, Esq.  
and  
Casillas, Santiago & Torres, LLC (Proposed)  
El Caribe Office Building  
53 Palmeras Street, Suite 1601  
San Juan, PR 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Diana M. Batlle-Barasorda, Esq.  
Alberto J.E. Añeses Negrón, Esq.  
Ericka C. Montull-Novoa, Esq.

**Counsel for U.S. Bank National Association:**

Maslon LLP  
90 South Seventh Street  
Suite 3300  
Minneapolis, MN 55402  
Attn: Clark T. Whitmore, Esq.,  
William Z. Pentelovitch, Esq.,  
John T. Duffey, Esq.,  
Jason M. Reed, Esq.,  
and  
Rivera, Tulla and Ferrer, LLC  
50 Quisqueya Street  
San Juan, PR 00917  
Attn: Eric A. Tulla, Esq.  
Iris J. Cabrera-Gómez, Esq.

**Summary of Legal Fees for the Period September 1, 2017 through September 30, 2017**

Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Rosa M. Lazaro	Member	Corporate	\$ 335.00	0.40	\$ 134.00
Pedro R. Pierluisi	Member	Litigation	\$ 390.00	0.40	\$ 156.00
Carla Garcia Benitez	Member	Litigation	\$ 325.00	0.70	\$ 227.50
Hermann D. Bauer	Member	Litigation	\$ 280.00	14.40	\$ 4,032.00
Isis L. Perez Velez	Jr. Member	Corporate	\$ 240.00	3.20	\$ 768.00
Ubaldo M. Fernandez Barrera	Jr. Member	Litigation	\$ 195.00	4.80	\$ 936.00
Daniel J. Perez Refojos	Associate	Litigation	\$ 165.00	1.90	\$ 313.50
Gabriel L. Olivera Dubon	Associate	Litigation	\$ 175.00	0.30	\$ 52.50
Jorge A. Candelaria	Associate	Corporate	\$ 155.00	0.90	\$ 139.50
Milagros Marciano Baez	Paralegal	Litigation	\$ 125.00	0.50	\$ 62.50

**Totals** 27.50 \$ 6,821.50

**Less: 10% Courtesy discount** \$ (682.15)

<b>SUMMARY OF LEGAL FEES</b>	<b>\$ 6,139.35</b>
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**Summary of Disbursements for the Period September 1, 2017 through September 30, 2017**

Description - Expenses	Amounts
Westlaw- Legal Research	\$ 43.27

**Totals** \$ 43.27

<b>SUMMARY OF DISBURSEMENTS</b>	<b>\$ 43.27</b>
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**Summary of Legal Fees for the Period September 1, 2017 through September 30, 2017**

<b>Task Code</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
202	Legal Research	1.70	\$ 476.00
206	Documents filed on behalf of the Board	5.20	\$ 1,027.50
207	Non-Board Court Filings	0.50	\$ 140.00
208	Stay Matters	2.50	\$ 598.00
209	Adversary Proceeding	8.40	\$ 2,256.00
210	Analysis and Strategy	7.50	\$ 1,925.50
212	General Administration	1.20	\$ 336.00
219	Docketing	0.50	\$ 62.50
			<b>\$ 6,821.50</b>
<b>Less: 10% Courtesy Discount</b>			<b>\$ (682.15)</b>
<b>TOTALS</b>		<b>27.50</b>	<b>\$ 6,139.35</b>

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$5,525.42, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$43.27) in the total amount of \$5,568.69.

**Exhibit A**

IN ACCOUNT WITH

250 AVE MUNOZ RIVERA, SUITE 800  
SAN JUAN, PR 00918-1813  
TEL. (787) 764-8181  
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE PREPA TITLE III

October 12, 2017  
Bill #: 310249  
Billing Attorney: HDB

### BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending  
September 30, 2017:

Client.Matter: P1705 - 1

RE: THE FINANCIAL OVERSIGHT AND MANAGMENT BOARD OF PUERTO RICO, AS  
REPRESENTATIVE  
OF THE PUERTO RICO ELECTRIC POWER AUTHORITY (PREPA) PROMESA TITLE III  
NO. 17 BK  
4780-LTS

Total Professional Services	\$ 6,821.50
Less Discount	<u>\$ -682.15</u>
Net Professional Services	\$ 6,139.35
Total Reimbursable Expenses	<u>\$ 43.27</u>
<b>TOTAL THIS INVOICE</b>	<b>\$ 6,182.62</b>

O'NEILL & BORGES LLC

Client.Matter: P1705 . 1

RE: THE FINANCIAL OVERSIGHT AND MANAGMENT BOARD OF PUERTO RICO, AS REPRESENTATIVE

OF THE PUERTO RICO ELECTRIC POWER AUTHORITY (PREPA) PROMESA TITLE III  
NO. 17 BK  
4780-LTS

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
9/01/17	HDB	209	Review and analyze comments to PR Labor law issues regarding Adv. Proc. No. 17-229.	.30	280.00	84.00
9/01/17	HDB	209	Draft e-mail regarding comments to Motion to Dismiss 17-AP-229.	.10	280.00	28.00
9/01/17	HDB	209	Draft several e-mails regarding briefing schedule de 17-AP-228.	.20	280.00	56.00
9/01/17	HDB	209	Review draft motion regarding briefing schedule for 17-AP-228.	.20	280.00	56.00
9/01/17	HDB	208	Receive and review Lift of Stay Notice PREPA v Manuel Gonzalez Joy.	.10	280.00	28.00
9/01/17	HDB	210	Review and analyze draft notice of removal of certain actions challenging regulatory determinations by the PR Energy Commission.	.40	280.00	112.00
9/01/17	HDB	210	Correspond with P. Possinger regarding queries concerning Review and analyze draft notice of removal of certain actions challenging regulatory determinations by the PR Energy Commission and issues regarding filing logistics.	.20	280.00	56.00
9/01/17	HDB	210	Review issues and draft e-mail to P. Possinger regarding potential jurisdictional issues,	.10	280.00	28.00
9/04/17	HDB	212	Receive and review PREPA Mediator's memorandum.	.10	280.00	28.00

Bill #: 310249

October 12, 2017

9/05/17	CGB	209	Review, revise and comment Draft notice of removal of PREPA claim against Comisión de Energía de Puerto Rico.	.40	325.00	130.00
9/05/17	CGB	209	Email exchanges with PREPA counsel A. J. Valencia-Gatell and K. Bolanos-Lugo to coordinate filing of notice of removal of PREPA claim against PREC.	.30	325.00	97.50
9/05/17	HDB	209	Tel. conf. Emmanuelli regarding appointments clause litigation briefing schedule.	.10	280.00	28.00
9/05/17	HDB	209	Draft e-mail regarding coordination for filing Notice of Removal of PREC litigations.	.10	280.00	28.00
9/05/17	HDB	208	Review Notice of Commencement of PREPA Title III to be filed in the PREC Judicial Review.	.10	280.00	28.00
9/05/17	HDB	209	Tel. conf with E. Barak regarding Notice of Commencement and Notice of Removal.	.20	280.00	56.00
9/05/17	HDB	209	Review revised draft of Notice of Removal.	.40	280.00	112.00
9/05/17	HDB	209	Revise draft Motion for Leave to File Spanish Language Documents and for Extension of Time to File Certified English Translations in connection with removal.	.20	280.00	56.00
9/05/17	HDB	208	Receive and review e-mail regarding PV Properties, Inc. v. Autoridad de Energía Eléctrica request for stay waiver.	.10	280.00	28.00
9/05/17	HDB	209	Review and file Motion for a briefing schedule.	.20	280.00	56.00
9/08/17	HDB	210	Consultation by J. Marrero regarding PREPA Modernization under PROMESA.	.50	280.00	140.00
9/08/17	HDB	206	Revise supplemental affidavit in support of joint administration Motion.	.20	280.00	56.00
9/08/17	HDB	210	Review e-mail analysis regarding PREPA modernization.	.10	280.00	28.00
9/08/17	UMF	206	Review motion submitting affidavit and affidavit in support of joint administration motion filed in the PREPA case in compliance with Court's order and finalize for filing with the Court.	1.40	195.00	273.00



Bill #: 310249

October 12, 2017

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9/08/17	DJP	206	Review and finalize the Supplemental Affidavit of Nathan A. Haynes in Support of the Motion for Order (A) Pursuant to PROMESA Section 304(G), Directing Joint Administration of Initial Title III Case and Additional Title III Case, (B) Pursuant to Section 105(A) of the Bankruptcy Code, Making Certain Orders Entered in the Initial Title III Cases Applicable to the Additional Title III Case, and (C) Pursuant to Section 105(A) of the Bankruptcy Code, Maintaining the Effect of Certain Pleadings Filed in the Additional Title III Case, file same through the court's electronic filing system for the case of caption, and complete filing protocol by notifying Epiq LLC, and sending stamped copy via email to Judge's chambers, and coordinating delivery to her New York chambers.	.50	165.00	82.50
9/11/17	HDB	209	Review e-mail by J. Richman concerning PREPA implementation of measures affecting certain non-financial conditions of employment.	.10	280.00	28.00
9/11/17	HDB	206	Review draft Motion to Extend Removal Deadline.	.20	280.00	56.00
9/11/17	HDB	209	Review UTIER's Opposition to UCC's Motion to Intervene in 17-AP-228.	.20	280.00	56.00
9/11/17	HDB	209	Review Urgent Motion for Extension of Time in 17-AP-232 and coordinate filing.	.20	280.00	56.00
9/11/17	HDB	210	Receive, review and respond to M. Bienenstock's e-mails regarding PREPA modernization issues.	.30	280.00	84.00
9/11/17	HDB	206	Receive and review draft motion to reject Canóvanas PRIDCO Lease.	.20	280.00	56.00
9/11/17	HDB	210	Call with Proskauer regarding legal issues concerning implementation of PREPA modernization strategy.	.50	280.00	140.00
9/11/17	UMF	209	Review and finalize urgent motion, proposed order and exhibit requesting an extension of the deadline to answer or otherwise respond to the PREPA complaint in Adversary Proceeding 17-232.	.80	195.00	156.00
9/11/17	UMF	206	Review and finalize for filing motion on extension of time for removal of cases.	.70	195.00	136.50
9/11/17	DJP	206	Review and finalize Defendants' Urgent Motion for an Order Extending their Time to Respond to Plaintiffs' Adversary Complaint.	.30	165.00	49.50

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9/11/17	DJP	206	File Defendants' Urgent Motion for an Order Extending their Time to Respond to Plaintiffs' Adversary Complaint through court's electronic filing system and complete filing protocol by notifying Epiq Solutions LLC, and sending stamped copy via email to Judge's chambers, and coordinating delivery to her New York chambers.	.30	165.00	49.50
9/11/17	DJP	206	Review and finalize PREPA's Motion for Entry of Order Pursuant to Rule 9006(b) of the Federal Rules of Bankruptcy Procedure Enlarging the Time within which to File Notice of Removal Pursuant to Bankruptcy Rule 9027.	.20	165.00	33.00
9/11/17	DJP	206	File through the court's electronic filing system PREPA's Motion for Entry of Order Pursuant to Rule 9006(b) of the Federal Rules of Bankruptcy Procedure Enlarging the Time within which to File Notice of Removal Pursuant to Bankruptcy Rule 9027, and complete filing protocol by notifying Epiq Solutions LLC, and sending stamped copy via email to Judge's chambers, and coordinating delivery to her New York chambers.	.30	165.00	49.50
9/12/17	HDB	207	Receive and review Motion requesting entry of order (A) Authorizing and Approving Procedures to Reject Power Purchase and Operating Agreements and Fuel Supply and Other Commodity Contracts, and (B) Granting Related Relief.	.20	280.00	56.00
9/12/17	HDB	206	Review additional edits to draft Bar Date Motion and coordinate filing and service.	.20	280.00	56.00
9/12/17	HDB	209	Review Notice to Correct Deficiencies in filing of PREC Removal as Adversary Proceeding.	.20	280.00	56.00
9/12/17	UMF	209	Draft notice of filing of Motion for Order (A) Establishing Deadlines and Procedures for Filing Proofs of Claim and (B) Approving Form and Manner of Notice Thereof.	.70	195.00	136.50
9/12/17	GOD	206	File Motion for Order (A) Establishing Deadlines and Procedures for Filing Proofs of Claim and (B) Approving Form and Manner of Notice Thereof in the PREPA matter.	.30	175.00	52.50
9/13/17	RML	210	Review email from P. Possinger on ERS creditors list and global note. Review list and respond to inquiries.	.40	335.00	134.00

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9/13/17	HDB	212	Tel. conf with Fernando Agrait (counsel for ICSE) regarding follow-up meeting with Board and issues regarding intent to move to remand removed PREC appeals.(.20) Draft e-mail to Jaime El Koury, Martin Bienenstock and others regarding call.(.10)	.30	280.00	84.00
9/13/17	HDB	212	Review and respond to P. Possinger's e-mail regarding ICSE - PR's issues.	.20	280.00	56.00
9/13/17	HDB	209	Receive and review order regarding extension of time to answer on 17-AP-232.	.10	280.00	28.00
9/13/17	HDB	210	Review PREC Resolution regarding PV Properties complaint and denial of Notice of Stay.	.30	280.00	84.00
9/14/17	HDB	209	Review Notice of Removal in PREPA v. Vitol 17-AP-221.	.30	280.00	84.00
9/14/17	HDB	202	Review Legal Research Memorandum by Proskauer regarding PREPA Modernization and Governance Issues.	1.70	280.00	476.00
9/14/17	HDB	210	Draft e-mail to J.El Koury and K.Rifkind regarding comments to PREPA Modernization Memo.	.20	280.00	56.00
9/14/17	HDB	208	Review Judge Swain's Opinion and Order denying Motion for Relief from the Automatic Stay for the appointment of a receiver.	.60	280.00	168.00
9/14/17	UMF	208	Review and analyze opinion and order on stay relief for appointment of receiver.	1.20	195.00	234.00
9/14/17	JAC	210	Review draft "Global Notes and Statement of Limitations, Methods, and Disclaimers Regarding the Creditor List for the Employees Retirement System of the Government of the Commonwealth of Puerto Rico," prepared by O'Melveny & Myers LLP, regarding PROMESA Title III (No. 17 BK 3283 - LTS; BK 3566-LTS).	.90	155.00	139.50
9/15/17	PRP	210	Reviewed Judge Taylor's ruling denying PREPA creditors' motion for relief from stay and appointment of receiver.	.40	390.00	156.00

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9/15/17	ILP	210	Review Notice of Removal filed by Vitol Inc. (VIC) and Vitol S.A. to remove the following civil action Autoridad de Energía Eléctrica de Puerto Rico v. Vitol Inc. and Vitol S.A. d/b/a Vitol S.A., Inc., Civil No. K AC2012-1174 (905) from the Commonwealth of Puerto Rico Court of First Instance.	.80	240.00	192.00
9/15/17	ILP	210	Analyze legal strategy in connection with claims filed by Vitol Inc. (VIC) and Vitol S.A. to remove Civil No. K AC2012-1174 (905) from the Commonwealth of Puerto Rico Court of First Instance to the District Court.	2.40	240.00	576.00
9/17/17	HDB	209	Review analysis by I. Perez regarding PREPA v. VITOL, SA petition for removal. Draft e-mails regarding the same.	.20	280.00	56.00
9/18/17	HDB	209	Review reservation of rights relative to deadlines filed by Plaintiffs in 17-AP-197 and draft e-mail regarding same.	.20	280.00	56.00
9/18/17	HDB	209	Review informative Motion by Plaintiff in 17-AP-228.	.10	280.00	28.00
9/18/17	HDB	209	Receive and review reservation of rights Motion in 17-AP-229.	.10	280.00	28.00
9/18/17	HDB	212	Consultation on notice regarding Motion for Procedures to Assume or Reject PPAs. Draft e-mails regarding same.	.20	280.00	56.00
9/18/17	HDB	209	Review draft opposition to Scotiabank intervention in 17-AP-232.	.40	280.00	112.00
9/19/17	HDB	209	Revise draft Stipulation to resolve fuel line lenders Motion for Intervention in 17-AP-232.	.20	280.00	56.00
9/19/17	HDB	207	Review Creditor's Committee Limited Objection to Fuel Line Lenders Motion to Intervene.	.10	280.00	28.00
9/19/17	HDB	212	Review and respond to queries regarding review of PREPA CBAs.	.10	280.00	28.00
9/19/17	HDB	209	Receive and review Opposition of Assured Guaranty Corp., Assured Guaranty Municipal Corp., National Public Finance Guarantee Corporation, Syncora Guarantee Inc., and the Ad Hoc Group of PREPA Bondholders to the Committee of Unsecured Creditors' Motion for Leave to Intervene, which was filed as Docket No. 36 in Adversary Proceeding No. 17-232-LTS.	.10	280.00	28.00

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9/25/17	HDB	209	Correspond with Emmanuelli regarding extension of deadlines in 17-AP-228 and 229.	.20	280.00	56.00
9/25/17	HDB	209	Review and revise draft Joint Motion to Extend deadlines in UTIER v. PREPA (CAB).	.20	280.00	56.00
9/25/17	HDB	209	Review Draft Motion to Dismiss 17-AP-299.	1.10	280.00	308.00
9/25/17	HDB	207	Receive and review first Supplemental Declaration of Luc A. Despins Regarding Retention of Paul Hastings LLP as Counsel to Official Committee of Unsecured Creditors.	.20	280.00	56.00
9/25/17	HDB	209	Receive and review Order approving Scotiabank Stipulation.	.10	280.00	28.00
9/26/17	HDB	212	Tel. conf F.Agrait, counsel for ICSE, regarding Omnibus hearing and other matters.(.10) Draft e-mail report of call.(.20)	.30	280.00	84.00
9/27/17	HDB	206	Review issues regarding filing of Master Service List for PREPA.	.10	280.00	28.00
9/27/17	HDB	209	Receive and review Order on briefing schedule for 17-AP-229.	.10	280.00	28.00
9/27/17	DJP	206	Review and file the updated Master Service List through the Court's electronic filing system.	.30	165.00	49.50
9/28/17	HDB	208	Review Notice of Appeal by Assured, Syncora, National and Bondholders regarding denial of Motion to Lift Stay.	.30	280.00	84.00
9/29/17	HDB	209	Receive and review Order relative to briefing schedule in 17-AP-228.	.10	280.00	28.00
9/29/17	HDB	208	Receive and review Order for partial modification for the stay relative to KDC Solar PRC LLC	.10	280.00	28.00
9/29/17	MMB	219	Docket court notices received by mail dated September 29, 2017, regarding deadlines to file oppositions and replies (Dkts. 1381 and 327 - H. Bauer, U. Fernandez, D. Pérez. Update docket review, case no. 17-00257.(.20) Email to H. Bauer with downloaded pleadings in case 17-00257.(.30)	.50	125.00	62.50

TOTAL PROFESSIONAL SERVICES \$ 6,821.50

Less Discount \$ -682.15

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NET PROFESSIONAL SERVICES:

\$ 6,139.35

**SUMMARY OF PROFESSIONAL SERVICES**

<b>Name</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
ROSA M. LAZARO	.40	335.00	134.00
PIERLUISI, PEDRO R.	.40	390.00	156.00
CARLA GARCIA BENITEZ	.70	325.00	227.50
HERMANN BAUER	14.40	280.00	4,032.00
ISIS L. PEREZ VELEZ	3.20	240.00	768.00
UBALDO M. FERNANDEZ BARRERA	4.80	195.00	936.00
DANIEL J. PEREZ REFOJOS	1.90	165.00	313.50
GABRIEL L. OLIVERA DUBON	.30	175.00	52.50
JORGE A. CANDELARIA	.90	155.00	139.50
MILAGROS MARCANO BAEZ	.50	125.00	62.50
<b>Total</b>	<b>27.50</b>		<b>\$ 6,821.50</b>

**EXPENSES**

<b>Date</b>	<b>Description</b>	<b>Amount</b>
9/30/17	WESTLAW -Legal Research as of 09-30-2017	43.27

TOTAL REIMBURSABLE EXPENSES

\$ 43.27

**TOTAL THIS INVOICE**

**\$ 6,182.62**